

Date: September 21, 2023

To,

The Secretary, BSE Limited Corporate Relationship Dept, P.J. Towers, Dalal Street, Fort, Mumbai-400 001	The Secretary, National Stock Exchange of India Limited Plot No. C/1, G Block, Bandra Kurla Complex Bandra (East), Mumbai-400 051
Scrip Code /Scrip Id: 540710/CAPACITE	Scrip Symbol: CAPACITE

Subject: Proceedings of the 11th Annual General Meeting of Capacit'e Infraprojects Limited held on Thursday, September 21, 2023

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 read with Para A (13) of Part A of Schedule III SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to provide hereunder the Outcome / Proceedings of the 11th Annual General Meeting ("AGM") of the Company held on Thursday, September 21, 2023 through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") at 11:00 a.m. The AGM concluded at 11:41 a.m. The deemed venue of the AGM was the Registered Office of the Company situated at 605 – 607, Shrikant Chambers, Phase-I, 6th Floor, adjacent to R. K. Studios, Sion-Trombay Road, Mumbai – 400071, Maharashtra.

A total 43 members attended the Annual General Meeting through VC / OAVM. The summary of proceedings has been enclosed herewith.

Kindly take the same on your records and oblige.

For CAPACIT'E INFRAPROJECTS LIMITED



Rajesh Das
Chief Financial Officer



Mumbai (Head Office) :

605 - 607, Shrikant Chambers, Phase - I, 6th Floor, Adjacent to R. K. Studios, Sion -Trombay Road, Chembur,
Mumbai - 400 071. Maharashtra, India. Tel.: 022 7173 3717 • Fax : 022 7173 3733 • E-mail : info@capacite.in



Proceedings of the 11th Annual General Meeting of Capacit'e Infraprojects Limited held on Thursday, September 21, 2023:

Ms. Priya Zagade, Member of Secretarial Team welcomed the Members to the AGM and also introduced the Board members present in the meeting through VC / OAVM. She informed that the meeting was being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities Exchange Board of India.

Mr. Rahul Katyal, Managing Director & Chief Executive Officer proposed to appoint Mr. Subir Malhotra, Executive Director, to chair the meeting.

Mr. Subir Malhotra, Executive Director, chaired the proceedings of the meeting. He welcomed all the Directors and shareholders of the Company to the meeting. Leave of absence was granted to Mr. Rohit Katyal, Executive Director of the Company.

The Chairman of the Board & the Chairperson of Audit Committee, Nomination and Remuneration Committee and the Stakeholders Relationship Committee attended the AGM. Key Managerial Personnel (KMPs) of the Company were also present at the Meeting.

Mr. Subir Malhotra, Chairman of the Meeting and Executive Director of the Company, chaired the proceedings of the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Register of Directors & KMP and their shareholding and Register of Contracts or Arrangements in which the directors are interested / other relevant documents were made available for inspection in electronic mode throughout the meeting.

Ms. Priya Zagade, Member of Secretarial Team addressed the shareholders with the permission of the Chairman of the Meeting.

The Company had provided remote e-voting facilities to the eligible shareholders holding shares as on Cut-off date i.e. September 15, 2023 to cast their votes electronically. Accordingly, remote e-voting was kept open from September 18, 2023 at 9:00 a.m. (IST) to September 20, 2023 at 5:00 p.m. (IST). The Chairman requested the shareholders who had not cast their vote by remote e-voting process on businesses as set out in the Notice of AGM dated August 11, 2023, to electronically vote through e-voting facility provided by Company through KFin Technologies Limited during the AGM. Also pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process had been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

She further informed that with the consent of the members present at the meeting, the Notice convening the Annual General Meeting was taken as read. As there were no qualifications in the Statutory Audit Report and no observation in the Secretarial Audit Report, therefore it was not required to be read.

The Chairman then made his opening remarks and briefed the shareholders about the performance of the Company. He further informed that the Company had appointed CS Shreyans Jain, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the remote e-voting and voting at the AGM in a fair and transparent manner as stipulated under the Companies (Management & Administration) Rules, 2014.

Thereafter, he informed that the consolidated report on total votes casted in favour and against would be submitted by the Scrutinizer within two working days of the conclusion of the AGM and the same shall be disseminated to the stock exchanges and also uploaded on the website of the Company (viz. www.capacite.in) and KFin Technologies Limited (viz. www.kfintech.com), the agency providing e-voting facility, within the stipulated time. He further stated that the e-voting facility would be kept open for the next 15 minutes to enable the Members to cast their vote.

The Members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and asked their queries. The queries of the Members were responded by the Chairman.

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The following items of businesses as set out in the Notice convening the 11th Annual General Meeting were commenced for shareholders' consideration and approval:

Ordinary Business:

1. Consideration and adoption of:

The audited Financial Statements, Standalone and consolidated, for the Financial year ended March 31, 2023, together with reports of the Board of Directors and Statutory Auditors thereon, (Ordinary Resolution)

2. To resolve not to re-appoint and not to fill the vacancy caused due to retirement by rotation of Mr. Siddharth Parekh, Non-Executive Director of the Company. (Ordinary Resolution)

Special Business:

3. Remuneration payable to Mr. Subir Malhotra, (DIN: 05190208) Executive Director of the Company for the remaining tenure of his appointment (i.e., from April 1, 2023 to October 31, 2023). (Special Resolution)
4. Re-appointment of Mr. Subir Malhotra (DIN: 05190208), as an Executive Director for the term of 3 years w.e.f. November 1, 2023 to October 31, 2026 (Special Resolution)
5. Ratification of remuneration payable to M/s Y R Doshi & Associates, Cost Auditor of the Company. (Ordinary Resolution)
6. Increase in Authorised Share Capital and Consequent Alteration of Memorandum of Association. (Ordinary Resolution)
7. To approve revision in remuneration payable to Independent Directors by way of Commission. (Special Resolution)

Since all the business mentioned in the AGM notice was transacted, the Chairman declared the meeting as concluded. The Meeting concluded at 11:41 a.m. (including 15 minutes provided for e-voting).

For CAPACIT'E INFRAPROJECTS LIMITED

Rajesh Das
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